# Edgar Filing: PRG SCHULTZ INTERNATIONAL INC - Form 4

### PRG SCHULTZ INTERNATIONAL INC

#### Form 4

# April 19, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

COOK, JOHN M

2300 Windy Ridge Parkway

Suite 100, North

Atlanta, GA 30339-8426

USA

- Issuer Name and Ticker or Trading Symbol PRG-SCHULTZ INTERNATIONAL, INC. PRGX
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year

03/05/2002

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director (X) 10% Owner (X) Officer (give title below) ( ) Other (specify below)

President and Chief Executive Officer

- 7. Individual or Joint/Group Filing (Check Applicable Line)
  - (X) Form filed by One Reporting Person
  - ( ) Form filed by More than One Reporting Person

Table I Non-Derivati	ve Securities Acquired, Disposed	d of, or Bene	eficially Owned
1. Title of Security	2.  3.  4.Securities A   Transaction   or Disposed	of (D)	5.Amount of   Securities   Beneficially   Owned at Price   End of Month
Common Stock	3-5-02 G  V 2,035	D	1
	3-5-02 G  V 2,035	D	 
	3-5-02 G  V 8,861	A	 
	3-19-0 J (1 V 24,404  2  )	A   	   
	3-26-0 J (1 V 40,000  2  )	A   	2,618,414 
	3-19-0 J (1 V 97,616  2  )	D   	   
	3-26-0 J (1 V 160,000  2  )	D   	440,002
			695 <b>,</b> 139

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		I				86,159	
						190,000	 
	 					60,000	 ا
Table II Derivativ	re Securit	ites A	Acquire	d, Disposed of,	or Beneficiall	y Owned	
1.Title of Derivative	2.Con-	13.	4.	5.Number of De	6.Date Exer	7. Title and Amount	8.E
1.Title of Derivative Security				5.Number of De   rivative Secu			8.E
		Trans	saction		cisable and	of Underlying	
	version  or Exer	Trans	saction	rivative Secu	cisable and   Expiration	of Underlying	of
	version  or Exer	Trans	saction   	rivative Secu   rities Acqui	cisable and   Expiration    Date(Month/	of Underlying	of vat
	version  or Exer  cise	Trans	saction   	rivative Secu   rities Acqui   red(A) or Dis	cisable and   Expiration    Date(Month/	of Underlying	of  vat
	version  or Exer  cise  Price of	Trans	saction   	rivative Secu   rities Acqui   red(A) or Dis   posed of(D)	cisable and   Expiration    Date(Month/   Day/Year)	of Underlying Securities	of  va  Se  ri
	version  or Exer  cise  Price of  Deriva-	Trans	saction   	rivative Secu   rities Acqui   red(A) or Dis   posed of(D) 	cisable and   Expiration    Date(Month/   Day/Year)    Date  Expir	of Underlying Securities Title and Number	of  va  Se  ri
	version  or Exer  cise  Price of  Deriva-  tive  Secu-	Trans	saction           	rivative Secu   rities Acqui   red(A) or Dis   posed of(D) 	cisable and   Expiration    Date(Month/   Day/Year)    Date  Expir  / Exer- ation	of Underlying Securities Title and Number	of  va  Se  ri
	version  or Exer  cise  Price of  Deriva-  tive  Secu-	Trans	saction           	rivative Secu rities Acqui red(A) or Dis posed of(D)	cisable and   Expiration    Date(Month/   Day/Year)    Date  Expir   /Exer- ation   cisa- Date	of Underlying Securities Title and Number	of  va  Se  ri

#### Explanation of Responses:

/s/ John M. Cook by Donald E. Ellis, Jr.

DATE

April 15, 2002

<sup>(1)</sup> Represents pro rata distribution from Cook Family Limited Partnership, of which the reporting person is a general partner.

SIGNATURE OF REPORTING PERSON